

Young Conaway Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, Delaware 19899-0391
Phone: (302) 571-6600
Ian S. Fredericks (IF-3355)

Attorneys for Manufactures & Traders Trust Company
as Successor Indenture Trustee for the 7.75% Contingent
Convertible Notes Due 2015 issued by Calpine Corporation

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:	Chapter 11
CALPINE CORPORATION,	Case No.: 05-60200 (BRL)
Debtors.	Jointly Administered
MANUFACTURERS AND TRADERS TRUST COMPANY, as successor indenture trustee,	
Appellant	
- against -	Civil Case No. _____
CALPINE CORPORATION AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION, OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF CALPINE CORPORATION, OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS,	
Appellees.	

**APPELLANT'S STATEMENT OF ISSUES ON APPEAL AND
DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD
(NOTICE OF APPEAL FILED AUGUST 16, 2007)**

Manufacturers & Traders Trust Company (“M&T” or the “Indenture Trustee”),¹ in its capacity as Successor Indenture Trustee for the 7.75% Contingent Convertible Notes (the “7.75% Convertible Notes”) Due 2015 issued by Calpine Corporation (“Calpine”, and together with the above-captioned debtors and debtors-in-possession, the “Debtors”), pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, by and through their undersigned counsel, hereby provides the (i) statement of the issues to be presented on appeal and (ii) designation of the items to be included in the record on appeal, in connection with their appeal from the Order Granting Debtors’ Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 (D.I. 5595; the “Order”), entered by the United States Bankruptcy Court for the Southern District of New York (Hon. Burton R. Lifland) (the “Bankruptcy Court”) on August 10, 2007.

I. STATEMENT OF ISSUES

1. Whether the Bankruptcy Court erred as a matter of law when it entered the Order Granting Debtors’ Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.

2. Whether the Bankruptcy Court erred as a matter of law in determining that the Indenture Trustee’s timely-filed proof of claim on account of the 7.75% Convertible Notes, which included a liquidated claim for principal and interest and a claim for additional unliquidated amounts that may be due or become due under the 7.75% Convertible Notes and the Indenture, and which attached a copy of the Indenture, did not include a claim for breach of the conversion right contained in the 7.75% Convertible Notes as provided in the Indenture (the “Conversion Right”).

¹ Capitalized terms not otherwise defined herein have the meanings set forth in the Response Of Certain Holders of the 7.75% Contingent Convertible Notes Due 2015 to the Debtors’ Limited Objection to Convertible Noteholder Claims dated July 27, 2007 [Docket No. 5428].

3. Whether the Bankruptcy Court erred as a matter of law in determining that the supplement to the proof of claim filed by the Indenture Trustee, which merely clarified that the original proof of claim for unliquidated amounts included a claim for breach of the Conversion Right, is not an amendment to the proof of claim and did not relate back to the original proof of claim and is therefore time barred, even though the claim relates to the same Indenture and the same transaction.

4. Whether the Bankruptcy Court erred as a matter of law in determining that allowance of the 7.75% Convertible Noteholders' claim for damages arising from the Debtors' abrogation of the Conversion Right contained in the Indenture should be expunged on equitable grounds.

5. Whether the Bankruptcy Court erred as a matter of law in holding that the Debtors are not liable to the 7.75% Convertible Noteholders for eliminating the Conversion Right in breach of the Indenture and disallowing the Convertible Noteholders' claim for breach of the Conversion Right.

6. Whether the Bankruptcy Court erred as a matter of law in determining that the claim for damages arising from the Debtors' abrogation of the Conversion Right contained in the Indenture, even if allowable, would be subject to subordination pursuant to Section 510(b) of the Bankruptcy Code.

7. Whether the Bankruptcy Court erred by improperly adjudicating issues not before it and valuing the claims of the 7.75% Convertible Noteholders as the amount of outstanding principal, plus accrued interest at a rate to be determined by the Bankruptcy Court at the end of the chapter 11 cases and reasonable prepetition indenture trustee fees as provided under the Indenture, and ordering that the 7.75% Convertible Noteholders were not entitled to claims on account of any breaches of their Indenture (other than breach of the Conversion Right),

and “makewhole” or other damages, which claims were neither disputed in the Debtors’ Limited Objection nor briefed or argued by the parties.

II. DESIGNATION OF RECORD

M&T hereby designates the following items to be included in the record on appeal, together with all exhibits, attachments, supplements and documents attached or annexed thereto and/or incorporated by reference therein:

Item No.	Docket No.	Description
1	18	Emergency Motion for (I) Interim Orders (A) Authorizing the Debtors to (1) Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), and 364(e), (2) Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, and (3) Provide Adequate Protection to Certain Prepetition Lenders Pursuant to 11 U.S.C. §§ 361, 362 and 363 and (B) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c) and (II) Final Orders (A) Authorizing the Debtors to (1) Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), and 364(e), (2) Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (3) Provide Adequate Protection to Certain Prepetition Lenders Pursuant to 11 U.S.C. §§ 361, 362 and 363, (3) Assume the Geysers Agreement Pursuant to 11 U.S.C. § 365(a) and Consummate the Transactions Contemplated Thereby Pursuant to § 363(b) and (4) Assume the Agnews Lease Documents Pursuant to 11 U.S.C. § 365(a), entered on December 20, 2005.
2	39	Interim Order Authorizing Use of Cash Collateral signed on December 21, 2005.
3	532	Limited Objection of First Lien Trustee to Debtors’ Motion for, Among Other Relief, an Order Authorizing Debtors to Obtain Postpetition Financing and to Use Certain Cash Collateral, entered on January 19, 2006.
4	609	Transcript of December 21, 2005 Hearing.
5	664	Final Order Authorizing Use of Cash Collateral and Granting Adequate Protection signed on January 30, 2006.
6	699	Transcript of January 25, 2006 Hearing.
7	808	Interim Amended Final Order Authorizing Use of Cash Collateral and Granting Adequate Protection signed on February 15, 2006.
8	876	Amended Final Order Authorizing Use of Cash Collateral and Granting

		Adequate Protection signed on February 23, 2006.
9	881	Second Amended Order signed on February 24, 2006 Authorizing Use of Cash Collateral and Granting Adequate Protection.
10	1068	Debtors' Motion for an Order Pursuant to Section 1121(d) of the Bankruptcy Code Extending the Exclusivity Periods During Which Only the Debtors May File a Plan of Reorganization and Solicit Acceptances Thereof, filed on March 17, 2005.
11	1171	Objection to Motion Limited Objection of Law Debenture Trust Company of New York Solely in its Capacity as First Lien Trustee, to the Debtors' Motion for an Order Pursuant to Section 1121(d) of the Bankruptcy Code Extending the Exclusive Periods During Which Only the Debtors May File a Plan of Reorganization and Solicit Acceptances Thereof, filed on April 6, 2006.
12	Adv. Pro. 06-01461 Docket No. 1	First Lien Trustee Adversary Proceeding Complaint, filed on May 5, 2006.
13	1256	Debtors' Motion for Entry of an Order Pursuant to Bankruptcy Rule 3003(c)(3) Establishing Deadline for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof filed by Matthew Allen Cantor on behalf of Calpine Corporation. with hearing to be held on 4/26/2006 at 10:00 AM at Courtroom 623 (BRL) Responses due by 4/21/2006, (Attachments: # 1 Exhibit A: Proposed Order# 2 Exhibit B: Form of Proof of Claim# 3 Exhibit C: Notice of Bar Date# 4 Exhibit D: Employee Notice# 5 Exhibit E: Publication Notice)
14	1280	Motion to Authorize Debtors' Motion for Order Authorizing Repayment of Principal of First Lien Debt.
15	1348	Order Setting Last Day to File Claims and Approving the Form and Manner of Notice Thereof dated April 26, 2006.
16	1480	Statement of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. in Support of the Debtors' Motion for Order Authorizing Repayment of Principal of First Lien Debt.
17	1485	Objection of Law Debenture Trust Company of New York, Solely in its Capacity as First Lien Trustee, to the Debtors' Motion for Order Authorizing Repayment of Principal of First Lien Debt.
18	1522	Debtors' Response to First Lien Trustee's Objection to Debtors' Motion for Order Authorizing Repayment of Principal of First Lien Debt.
19	1523	Response of the Official Committee of Unsecured Creditors of Calpine Corporation, et al to the Objection of the First Lien Trustee to the Debtors' Motion for Order Authorizing Repayment of Principal of First Lien Debt.

20	1542	Order Authorizing Repayment of Principal of First Lien Debt signed on May 10, 2006.
21	1582	Notice of Appeal dated May 15, 2006.
22	1605	Motion to Authorize Debtors' Motion (1) for an Order to Show Cause, and (2) to Enforce May 10th Order Authorizing Repayment of First Lien Debt Principal.
23	1606	Order to Show Cause Why the Debtors' Motion for an Order Enforcing Order Authorizing Repayment of Principal of First Lien Debt Should Not Be Granted Signed on May 16, 2006.
24	1620	Notice of Withdrawal and Cancellation of Hearing on, Debtors' Motion (1) for an Order to Show Cause, and (2) to Enforce May 10th Order Authorizing Repayment of First Lien Debt Principal.
25	1625	Amended Order Authorizing Repayment of Principal of First Lien Debt signed on May 17, 2006.
26	1626	Notice of Appeal on behalf of Law Debenture Trust Company of New York, dated May 17, 2006.
27	1643	Stipulation and Order Regarding Payment of Principal of First Lien Debt.
28	1646	So Ordered Stipulation Between the Debtors and Debtor in Possession and Law Debenture Trust Company of New York signed on May 19, 2006
29	1674	Amended Notice of Appeal on behalf of Law Debenture Trust Company of New York, dated May 22, 2006.
30	1692	Second Distribution Stipulation and Order Regarding Repayment of First Lien Debt filed on behalf of Calpine Corporation, filed on May 23, 2006.
31	Adv. Pro. 06-01461 Docket No. 6	First Lien Trustee Adversary Proceeding Amended Complaint, filed on June 6, 2006.
32	1696	Second Distribution Stipulation and Order Regarding Payment of Principal of First Lien Debt.
33	1699	So Ordered, Second Distribution Stipulation and Order Regarding Payment of Principal of First Lien Debt.
34	1721	Appellant's (Law Debenture Trust Company of New York) Designation of Items to be Included in Record on Appeal and Statement of Issues to Be Presented.
35	1725	Transcript of May 10, 2006 Hearing.
36	1735	Appellant's (Law Debenture Trust Company of New York) Designation of Items to be Included in Record on Appeal and

		Statement of Issues to be Presented.
37	1774	Appellant's (Law Debenture Trust Company of New York) Designation Of Items To Be Included In Record On Appeal And Statement Of Issues To Be Presented.
38	1859	Debtors-Appellees and the Official Committee of Unsecured Creditors-Appellees Joint Designation of Additional Items to be Included in Record on Appeal.
39	1860	Debtors' Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105, 361 & 363 Modifying Order Authorizing Use of Cash Collateral and Granting Adequate Protection, filed on June 9, 2006.
40	1877	Debtors-Appellees and the Official Committee of Unsecured Creditors-Appellees Joint Designation of Additional Items to be Included in Record on Appeal (Related Docket(s)1735 and 1859)
41	1878	Transcript of April 11, 2006 Hearing.
42	1923	Debtors-Appellees and the Official Committee of Unsecured Creditors-Appellees Joint Designation of Additional Items to Be Included in Record on Appeal (Related Docket(s) 1774, 1859 and 1877)
43	3390	Opinion and Order of U.S. District Court Judge Shira A. Scheindlin Signed on 1/9/2007 re: 1582, 1626, and 1674 Docket Appeals.
44	3481	Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Calpine Corporation.
45	3481	Exhibit C - Affidavit of Samuel M. Greene in Support of Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims filed January 26, 2007 (Trial Exhibit).
46	3501	So Ordered Stipulation signed on 1/30/2007 Resolving Claim Numbers 2820, 2821, 2822, 2823, 2824, and 2825 (related document(s)3373).
47	3689	Objection of Beal Bank Nevada to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
48	3690	Objection of Wilmington Trust Company as Collateral Agent to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining

		Value of Secured Claims.
49	3691	Objection of Wilmington Trust Company as Administrative Agent to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
50	3692	Objection of Wilmington Trust FSB as Indenture Trustee to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
51	3694	Response of HSBC Bank USA, National Association, as Indenture Trustee, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's Claim on behalf of Second Lien Noteholders, and (C) in Support of Indenture Trustee's Cross-Motion for Allowance of Claims.
52	3695	Affidavit of Jason J. Jack in Support of Response of HSBC Bank USA, National Association, as Indenture Trustee, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's Claim on behalf of Second Lien Noteholders, and (C) In Support of Indenture Trustee's Cross-Motion for Allowance of Claims.
53	3695	Affidavit of Jason J. Jack in Support of Response of HSBC Bank USA, National Association as Indenture Trustee, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's Claim on Behalf of Second Lien Noteholders, and (C) In Support of Indenture Trustee's Cross-Motion for Allowance of Claims, February 16, 2007 (Trial Exhibit).
54	3696	Notice of Hearing on Cross-Motion of the Bank of New York, as Administrative Agent, for Allowance of Administrative Agent's Claim.
55	3698	Response of the Bank of New York, as Administrative Agent, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Administrative Agent's Claim on behalf of Second Lien Lenders, and (C) In Support of Administrative Agent's Cross-Motion for Allowance of Claims.
56	3699	Limited Objection of The Bank of Nova Scotia to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to

		Claims; and (III) Determining Value of Secured Claims.
57	3700	Qualified Statement of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. in Support of the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
58	3701	Statement of the Official Committee of Equity Security Holders in Support of the Debtors' Motion for Order (I) Authorizing the Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
59	3707	Objection of Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
60	3709	Ex Parte Motion of Manufacturers & Traders Trust Company Pursuant to 11 U.S.C. Section 107(b) and Bankruptcy Rule 9018 for Authorization to File a Redacted Version of the Affidavit of Christopher J. Kearns in Support of Manufacturers & Traders Trust Company's (A) Objection to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (ii) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs Of Claim.
61	3710	Motion of Unofficial Committee of Second Lien Debtholders to File Under Seal Portions of Objection of Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims filed February 16, 2007.
62	3711	Manufacturers & Traders Trust Company's (a) Objection to Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (ii) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of Claim filed February 16, 2007.
63	3713	Memorandum of Law of Manufacturers & Traders Trust Company in

		Support of (A) Objection to Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of Claim filed February 16, 2007.
64	3725	Order Signed on 2/20/2007 Granting Ex Parte Motion of Unofficial Committee of Second Lien Debtholders to File Under Seal Portions of Objection of Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (a) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (ii) Allowing Debtors' Limited Objection to Claims; and (iii) Determining Value of Secured Claims.
65	3735	Joinder of The Bank of New York, as Administrative Agent, in Objection of the Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims.
66	3744	Order Signed on 2/21/2007 Authorizing Manufacturers & Traders Trust Company to File a Redacted Version of the Affidavit of Christopher J. Kearns in Support of Manufacturers & Traders Trust Company's (A) Objection to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of Claim filed February 21, 2007.
67	3747	Amended Affidavit of Christopher J. Kearns In Support of (A) Objection of Manufacturers & Traders Trust Company to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of Claim, filed February 22, 2007 (Trial Exhibit - Unredacted).
68	3747	Amended Affidavit of Christopher J. Kearns in Support of (A) Objection of Manufacturers & Traders Trust Company to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection To Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of

		Claim filed on February 22, 2007.
69	3749	Affidavit Of Jason J. Jack In Support Of Response Of The Bank Of New York, As Administrative Agent, (A) In Opposition To Debtors' Motion For Approval Of Refinancing, (B) In Opposition To Debtors' Limited Objection To Administrative Agent's Claim On Behalf Of Second Lien Lenders, And (C) In Support Of Administrative Agent's Cross-Motion For Allowance Of Claims filed February 22, 2007.
70	3749	Affidavit of Jason J. Jack in Support of Response of The Bank of New York, as Administrative Agent, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Administrative Agent's Claim on Behalf of Second Lien Lenders, and (C) In Support of Administrative Agent's Cross-Motion for Allowance of Claims, February 22, 2007 (Trial Exhibit).
71	3750	Supplemental Affidavit Of Jason J. Jack In Support Of Response Of HSBC Bank USA, National Association, As Indenture Trustee, (A) In Opposition To Debtors' Motion For Approval Of Refinancing, (B) In Opposition To Debtors' Limited Objection To Indenture Trustee's Claim On Behalf Of Second Lien Noteholders, And (C) In Support Indenture Trustee's Cross-Motion For Allowance Of Claims Of filed February 22, 2007.
72	3750	Supplemental Affidavit of Jason J. Jack In Support of Response of HSBC Bank USA, National Association, as Indenture Trustee, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's Claim on Behalf of Second Lien Noteholders and (C) In Support of Indenture Trustee's Cross-Motion for Allowance of Claims, February 22, 2007 (Trial Exhibit).
73	3753	Ex Parte Motion of (I) Wilmington Trust Company as Collateral Agent; (II) Wilmington Trust Company as Administrative Agent; and (III) Wilmington Trust FSB as Indenture Trustee Pursuant to 11 U.S.C. § 107(b) and Bankruptcy Rule 9018 for Authorization to File Under Seal the Affidavits of Anders Maxwell and Stephen Darr in Support of (I) Wilmington Trust Company as collateral Agent; (II) Wilmington Trust Company as Collateral Agent; (II) Wilmington Trust Company as Administrative Agent; and, (III) Wilmington Trust FSB as Indenture Trustee's Individual Objections to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining the Value of Secured Claims filed February 23, 2007.
74	3753	Affidavit of Anders J. Maxwell In Support of Objections of Wilmington Trust FSB as Indenture Trustee, Wilmington Trust Company as Administrative Agent and as Collateral Agent to: Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement

		Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims filed January 26, 2007 (Trial Exhibit) (Filed Under Seal).
75	3753	Supplemental Affidavit of Stephen Darr In Support of Objection of Wilmington Trust Company as Administrative Agent to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims filed February 23, 2007 (Trial Exhibit) (Filed Under Seal).
76	3753	Supplemental Affidavit of Stephen Darr In Support of Objection of Wilmington Trust FSB as Indenture Trustee to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay the Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims, February 23, 2007 (Trial Exhibit) (Filed Under Seal).
77	3763	Debtors' Consolidated Reply to Objections to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims filed February 23, 2007.
78	3765	Omnibus Reply to Objections to the Debtors' Refinancing Motion filed February 23, 2007.
79	3771	Emergency Motion of Manufacturers & Traders Trust Company to Adjourn Hearing to Consider Debtors' (A) Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; (III) Determining Value of Secured Claims and (B) Seventh Omnibus Objection to Proofs of Claim filed February 26, 2007.
80	3775	Joinder of HSBC Bank USA, National Association, as Indenture Trustee, and The Bank of New York, as Administrative Agent, to Emergency Motion of Manufacturers & Traders Company to Adjourn Hearing to Consider Debtors' (A) Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (1) Refinance Existing Postpetition Financing and (2) Repay Prepetition Debt; and (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Seventh Omnibus Objection to Proofs of Claim filed February 26, 2007.
81	3777	Motion to File Under Seal the Emergency Motion of Wilmington Trust

		Company as Administrative Agent and Wilmington Trust FSB as Indenture Trustee filed February 26, 2007.
82	3777	Emergency Motion of Wilmington Trust Company as Administrative Agent and Wilmington Trust FSB as Indenture Trustee filed February 26, 2007 (Filed Under Seal).
83		All exhibits introduced into evidence at the February 27, 2007 hearing on the Debtors' Motion For Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims, and all other documents the parties agreed were admissible and part of the record as stated in the transcript for the February 27, 2007 hearing on the Debtors' Motion, including those documents previously filed under seal with the Bankruptcy Court.
84	3786	Surreply of HSBC Bank USA, National Association, as Indenture Trustee and The Bank of New York, as Administrative Agent, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's and Administrative Agent's Claims on Behalf of Second Lien Noteholders and Second Lien Lenders, and (C) In Support of Indenture Trustee's and Administrative Agent's Cross-Motion for Allowance of Claims filed February 26, 2007.
85	3786	Affidavit of Jason J. Jack In Support of Surreply of HSBC Bank, USA, National Association, as Indenture Trustee and The Bank of New York, as Administrative Agent, (A) In Opposition to Debtors' Motion for Approval of Refinancing, (B) In Opposition to Debtors' Limited Objection to Indenture Trustee's and Administrative Agent's Claims on Behalf of Second Lien Noteholders and Second Lien Lenders, and (C) In Support of Indenture Trustee's and Administrative Agent's Cross-Motion for Allowance of Claims, February 26, 2007 (Trial Exhibit).
86	3788	Stipulation Regarding Objection of Second Lien Committee (related document(s) 3707, 3481)
87	3789	Notice of Filing of Blackline Version of Order (I) Granting Debtors Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt filed February 27, 2007.
88	3790	Notice of Filing of Redline Version of Order Authorizing Debtors to Obtain Post- Petition Financing Pursuant to 11 U.S.C. Sec. 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d) and 364(e) filed February 27, 2007.

89	3791	Notice of Filing of Redline Version of Debtor-in-Possession Credit Agreement
90	3792	Manufacturers & Traders Trust Company's Sur-Reply to the Debtors' Consolidated Reply to (A) Objections to Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims and (B) Response to Debtors' Seventh Omnibus Objection to Proofs of Claim filed February 27, 2007.
91	3793	Consolidated Reply to Objections to Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining the Value of Secured Claims filed February 27, 2007.
92	3817	Surreply of HSBC Bank USA, National Association (Under Seal).
93	3819	Declaration of David S. Elkin in Support of Surreply on Behalf of HSBC Bank USA, National Association (Under Seal).
94	3820	Stipulated Protective Order Signed on 2/27/2007
95	3875	Memorandum Decision and Order Granting, in Part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims Entered March 5, 2007.
96	3883	Transcript of Hearing Held on 2/27/07 Pursuant to Kirkland and Ellis, LLP Notice of Agenda Matters Scheduled for Hearing filed March 6, 2007.
97	3912	Order Granting the Ex Parte Motion of (I) Wilmington Trust Company as Administrative Agent; and, (II) Wilmington Trust FSB as Indenture Trustee Pursuant to 11 U.S.C. Section 107(b) and Bankruptcy Rule 9018 for Authorization to File Under Seal the Emergency Motion of Wilmington Trust Company as Administrative Agent and Wilmington Trust FSB as Indenture Trustee to Compel Production or, in the Alternative, to Preclude Entry of Evidence and for a Continuance of the Hearing Scheduled for February 26, 2007, signed March 7, 2007.

98	3913	Order Granting the Ex Parte Motion of (I) Wilmington Trust Company as Collateral Agent; (II) Wilmington Trust Company as Administrative Agent; and, (III) Wilmington Trust FSB as Indenture Trustee Pursuant to 11 U.S.C. Section 107(b) and Bankruptcy Rule 9018 for Authorization to File Under Seal the Affidavits of Anders Maxwell and Stephen Darr in Support of (I) Wilmington Trust Company as Collateral Agent; (II) Wilmington Trust Company as Administrative Agent; and, (III) Wilmington Trust FSB as Indenture Trustee's Individual Objections to the Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debtor; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims Signed March 7, 2007.
99	3928	Order signed on 3/7/2007, Granting Eighth Motion for Omnibus Objection to Claim(s) (No Liability Claims and Employee Claims) (Related Doc # 3550)
100	3962	Transcript of a hearing held on February 7, 2007 Re: Hearing Pursuant to Kirkland and Ellis LLP. Notice of Agenda of Matters Scheduled for Hearing. filed by Veritext, LLC.
101	3967	The Ex Parte Motion of Wilmington Trust Company to Compel Production or to Preclude Entry of Evidence and for a continuance of the hearing scheduled for February, 2007; the Affidavits of Anders Maxwell and Stephen Darr in Support of Wilmington Trust Company, Individual Objections to Debtors' Motion for Order: (1) Authorizing Debtors to Obtain Replacement Postpetition Financing to (I) Refinance Existing Postpetition Financing and (II) Repay Prepetition Debtor; (2) Allowing Debtors' Limited Objection to Claims; and (iii) Determining Value of Secured Claims (Filed Under Seal).
102	3970	Order Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, signed March 12, 2007.
103	3972	Order Authorizing Debtors to Obtain Post-Petition Financing Pursuant to 11 U.S.C. Sections 105, 361, 362, 364(c)(1), 362(c)(2), 364 (c)(3), 364 (d) and 364(e), signed March 12, 2007.
104	4000	Transcript of hearing held on February 15, 2006 Re: Hearing Pursuant to Matters Scheduled on the Court Docket.

105	4001	Notice of Appeal of HSBC Bank USA, National Association, as Indenture Trustee (Related Docket No. 3875).
106	4002	Notice of Appeal of The Bank of New York, as Administrative Agent (Related Docket No. 3875).
107	4004	Notice of Appeal of The Bank of New York, as Administrative Agent (Related Docket No. 3970).
108	4005	Notice of Appeal of HSBC Bank USA, National Association, as Indenture Trustee (Related Docket No. 3970).
109	4006	Notice of Appeal of Manufacturers & Traders Trust Company, as Indenture Trustee of the Order (I) Granting Debtors' Limited Objection To Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792, (II) Determining Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, Dated March 12, 2007 (Related Docket No. 3970).
110	4007	Notice of Appeal of Manufacturers & Traders Trust Company, as Indenture Trustee of the Memorandum Decision and Order Granting, in Part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims and (III) Determining Value of Secured Claims, Dated March 5, 2007 (Related Docket No. 3875).
111	4011	Notice of Appeal of Wilmington Trust Company as Administrative Agent (Related Docket No. 3970).
112	4012	Notice of Appeal of Wilmington Trust Company as Administrative Agent (Related Docket No. 3972).
113	4013	Notice of Appeal of Wilmington Trust Company as Administrative Agent (Related Docket No. 3875).
114	4014	Notice of Appeal of Wilmington Trust Company as Collateral Agent (Related Docket No. 3970).
115	4015	Notice of Appeal of Calpine Corporation, et al. of Memorandum Decision and Order Granting, in part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claim (Related Docket No. 3875).
116	4016	Notice of Appeal of Wilmington Trust Company as Collateral Agent (Related Docket No. 3972).
117	4017	Notice of Appeal of Wilmington Trust Company as Collateral Agent

		(Related Docket No. 3875).
118	4018	Notice of Appeal of Wilmington Trust FSB as Indenture Trustee (Related Docket No. 3970).
119	4019	Notice of Appeal of Wilmington Trust FSB as Indenture Trustee (Related Docket No. 3972).
120	4020	Notice of Appeal of Wilmington Trust FSB as Indenture Trustee (Related Docket No. 3875).
121	4021	Notice of Appeal of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. (Related Docket No. 3875).
122	4030	Notice of Appeal of the Official Committee of Equity Security Holders from the Memorandum Decision and Order Granting, in part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims, entered March 5, 2007 (Related Docket No. 3875).
123	4031	Notice of Appeal of the Official Committee of Equity Security Holders from an Order (I) Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, Entered March 12, 2007 (Related Docket No. 3970).
124	4039	Transcript of Hearing Held on 3/7/07 Re: Kirkland & Ellis, LLP Notice of Second Amended Agenda of Matters Scheduled for Hearing
125	4038	Amended Notice of Appeal of the Official Committee of Equity Security Holders from an Order (I) Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 Through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, entered March 12, 2007 (Related Dockets 3970 and 4031).
126	4039	Transcript of Hearing Held on 3/7/07 Re: Kirkland & Ellis, LLP Notice of Second Amended Agenda of Matters Scheduled for Hearing filed by Veritext, LLC.
127	4041	Transcript Of Hearing Held On January 18, 2006, Re: Utilities Motion; Final Hearing On Adequate Assurance Of Payment For Future Utility Services (related document(s)1058) filed by Veritext, LLC.
128	4043	Notice of Appeal of Calpine Corporation, et al. of Order Granting

		Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt (Related Docket No. 3970) filed on 03/16/2007.
129	4050	Letter - Hearing Exhibits Submitted in Connection with February 27, 2007 Hearing on Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims (Related Docket Nos. 3883 and 3481) filed on March 20, 2007 with (Attachments: # 1 Exhibit A #2 Exhibit B #3 Exhibit C #4 Exhibit D #5 Exhibit E #6 Exhibit F #7 Exhibit G #8 Exhibit H #9 Exhibit I #10 Exhibit J #11 Exhibit K #12 Exhibit L # 3 Exhibit M #14 Exhibit N #15 Exhibit O).
130	4053	Notice of Appeal of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. (Related Docket No. 3970).
131	4067	Hearing Exhibits Submitted in Connection with February 27, 2007 Hearing on Debtors' Motion for Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing To (A) Refinance Existing Postpetition Financing and (B) Replay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims; and (III) Determining Value of Secured Claims (related document(s)3883, 3481) filed by David S. Elkind on behalf of HSBC Bank USA, National Association, as Indenture Trustee and The Bank of New York, as Administrative Agent.
132	4077	Affidavit of Christopher J. Kearns in Support of Manufacturers & Traders Trust Company's Objection to Debtors' Motion for Order re Debtors to Obtain Replacement Postpetition Financing; Limited Objection to Claims; Determining Value of Secured Claims; and Response to Debtors' Seventh Omnibus Objection to Proofs of Claim (Under Seal).
133	4092	Letter dated March 9, 2007 filed by Judy G.Z. Liu on behalf of Manufacturers & Traders Trust Company. (Attachments: # 1 Counter Proposed Prepayment Order# 2 Counter Proposed Refinancing Order)
134	4104	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4014).
135	4105	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4016).
136	4106	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4017).

137	4107	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4013).
138	4108	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4011).
139	4109	Statement of Issues and Designation of Record of Wilmington Trust Company (Related Docket No. 4012).
140	4110	Statement of Issues and Designation of Record of Wilmington Trust FSB (Related Docket No. 4018).
141	4111	Statement of Issues and Designation of Record of Wilmington Trust FSB (Related Docket No. 4019).
142	4112	Statement of Issues and Designation of Record of Wilmington Trust FSB (Related Docket No. 4020).
143	4113	Statement of Issues and Designation of Record on Appeal of Memorandum Decision and Order Granting, in Part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims and (III) Determining Value of Secured Claims, Dated March 5, 2007.
144	4114	Statement of Issues and Designation of Record on Appeal of Order (I) Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791, and 5792, (II) Determining Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, Dated March 12, 2007 re: Docket No. 3970.
145	4120	Amended Order signed on 3/26/2007 (i) Granting Debtors Limited Objection To Claim Numbers 2664, 3275, 3393 Through 3421 (Inclusive), 3546 Through 3554 (Inclusive), 3586 Through 3588 (Inclusive), 3731, 4073, 5653 Through 5730 (Inclusive), 5791, And 5792; (ii) Determining The Value Of The Calgen Secured Debt Pursuant To Rule 3012 Of The Federal Rules Of Bankruptcy Procedure; And (iii) Authorizing Repayment Of Calgen Secured Debt (Related Doc # 3481, 3970).
146	4122	Designation of Items to be Included in Record on Appeal and Statement of Issues to be Presented of the Official Committee Of Unsecured Creditors.
147	4123	Designation of Items to be Included in Record on Appeal and Statement of Issues to be Presented of the Official Committee of Equity Security Holders of Calpine Corporation, et al.
148	4124	Debtors' Designation of Items to Be Included in Record on Appeal and

		Statement of Issues to Be Presented of Calpine Corporation.
149	4127	Statement Notice Of Filing Of Supplement To Proof Of Claim No. 2821 filed by Christena A. Lambrianakos on behalf of HSBC Bank USA, National Association, as Successor Indenture Trustee.
150	4130	Notice of Appeal Of Amended Order (I) Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 Through 3421 (Inclusive), 3546 Through 3554 (Inclusive), 3586 Through 3588 (Inclusive), 3731, 4073, 5653 Through 5730 (Inclusive), 5791, and 5792, (II) Determining Value of The Calgen Secured Debt Pursuant to Rule 3012 of The Federal Rules Of Bankruptcy Procedure; and (III) Authorizing Repayment Of Calgen Secured Debt, Dated March 12, 2007 [Docket No. 4120] (related document(s)4120) filed by Judy G.Z. Liu on behalf of Manufacturers & Traders Trust Company.
151	4143	Notice of Appeal of Amended Order dated 3/26/2007 (i) Granting Debtors Limited Objection To Claim Numbers 2664, 3275, 3393 Through 3421 (Inclusive), 3546 Through 3554 (Inclusive), 3586 Through 3588 (Inclusive), 3731, 4073, 5653 Through 5730 (Inclusive), 5791, And 5792; (ii) Determining The Value Of The Calgen Secured Debt Pursuant To Rule 3012 Of The Federal Rules Of Bankruptcy Procedure; And (iii) Authorizing Repayment Of Calgen Secured Debt (related document(s)4120) filed by David S. Elkind on behalf of HSBC Bank USA, N.A., as Indenture Trustee.
152	4144	Notice of Appeal of Amended Order dated 3/26/2007 (i) Granting Debtors Limited Objection To Claim Numbers 2664, 3275, 3393 Through 3421 (Inclusive), 3546 Through 3554 (Inclusive), 3586 Through 3588 (Inclusive), 3731, 4073, 5653 Through 5730 (Inclusive), 5791, And 5792; (ii) Determining The Value Of The Calgen Secured Debt Pursuant To Rule 3012 Of The Federal Rules Of Bankruptcy Procedure; And (iii) Authorizing Repayment Of Calgen Secured Debt (related document(s)4120) filed by David S. Elkind on behalf of The Bank of New York, as Administrative Agent.
153	4162	Notice of Filing of Supplement to Proof of Claim No. 2823 filed by Christena A. Lambrianakos on behalf of HSBC Bank USA, National Association, as Successor Indenture Trustee.
154	4171	Notice of Appeal of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. (related document(s)4120) filed by Michael Scott Stamer on behalf of Official Committee Of Unsecured Creditors.
155	4172	Designation of Items to be Included in Record on Appeal and Statement of Issues to be Presented of the Official Committee Of Unsecured Creditors.
156	4173	Notice of Appeal of the Official Committee of Equity Security Holders from an Amended Order (I) Granting Debtors' Limited Objection to Claim Numbers 2664, 3275, 3393 Through 3421 (Inclusive), 3546 Through 3554 (Inclusive), 3586 Through 3588 (Inclusive), 3731, 4073,

		5653 Through 5730 (Inclusive), 5791, and 5792; (II) Determining the Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt, entered March 26, 2007 (related document(s)4120) filed by Gary Kaplan on behalf of Official Committee of Equity Security Holders of Calpine Corporation, et al..
157	4174	Notice of Appeal /Debtors' Notice of Appeal of Amended Order (I) Granting Debtors Limited Objection To Claim Numbers 2664, 3275, 3393 through 3421 (Inclusive), 3546 through 3554 (Inclusive), 3586 through 3588 (Inclusive), 3731, 4073, 5653 through 5730 (Inclusive), 5791 and 5792; (II) Determining Value of the CalGen Secured Debt Pursuant to Rule 3012 of the Federal Rules Of Bankruptcy Procedure; and (III) Authorizing Repayment of CalGen Secured Debt (related document(s)4120) filed by Edward Sassower on behalf of Calpine Corporation.
158	4178	Notice of Appeal of Wilmington Trust FSB as Indenture Trustee (related document(s)4120) filed by Christopher M. Desiderio on behalf of Wilmington Trust FSB.
159	4179	Notice of Appeal of Wilmington Trust Company as Administrative Agent (related document(s)4120) filed by Christopher M. Desiderio on behalf of Wilmington Trust Company.
160	4180	Notice of Appeal of Wilmington Trust Company as Collateral Agent (related document(s)4120) filed by Christopher M. Desiderio on behalf of Wilmington Trust Company.
161	4236	Corrected Statement of Issues and Designation of Record on Appeal of Memorandum Decision and Order Granting, In Part, Debtors' Motion for an Order (I) Authorizing Debtors to Obtain Replacement Postpetition Financing to (A) Refinance Existing Postpetition Financing and (B) Repay Prepetition Debt; (II) Allowing Debtors' Limited Objection to Claims and (III) Determining Value of Secured Claims, Dated March 5, 2007 re: Docket No. 3875.
162	4240	Counter-Statement of Issues and Items to be Included in Record on Appeal to the Designations filed by the Debtors, The Creditors' Committee and The Equity Committee in Connection with the Appeal of Memorandum Decision and Order [Docket No. 3875], Prepayment Order [Docket No. 3790] and the Amended Prepayment Order [Docket No. 4120].
163	4432	Statement Notice of Filing of Supplement to Proof of Claim No. 2404 filed by Ian S. Fredericks on behalf of Manufacturers & Traders Trust Company. (Fredericks, Ian) (Entered: 04/20/2007).
164	4635	Notice of Presentment of Amended Stipulation Regarding Objection of Second Lien Committee filed by Edward Sassower on behalf of Calpine Corporation. with presentment to be held on 5/25/2007 at

		12:00 PM at Courtroom 623 (BRL) Objections due by 5/25/2007
165	4679	Notice of Filing of Amended Supplement to Proof of Claim No. 2821 filed by Jennifer Anne Christian on behalf of HSBC Bank USA, National Association, as Successor Indenture Trustee.
166	4680	Notice of Filing of Supplement to Proof of Claim No. 2823 filed by Jennifer Anne Christian on behalf of HSBC Bank USA, National Association, as Successor Indenture Trustee.
167	4866	Amended Motion to Authorize /Debtors' Amended Motion for Entry of an Order Authorizing the Debtors to Refinance Non-Debtor Project Debt (related document(s)4859) filed by Edward Sassower on behalf of Calpine Corporation. with hearing to be held on 6/26/2007 at 10:00 AM at Courtroom 623 (BRL) Responses due by 6/20/2007
168	4871	Debtors' Sixteenth Omnibus Objection to Proofs of Claim (Claims to be Adjusted, Wrong Debtor Claims to be Adjusted, Duplicative Claims, Anticipatory Claims, No Liability Claims, Amended/Replaced Claims, Unliquidated Claims and Assumed Contract Claims) filed by Edward Sassower on behalf of Calpine Corporation. with hearing to be held on 7/11/2007 at 10:00 AM at Courtroom 623 (BRL) Objections due by 6/29/2007, (Attachments: # 1 Exhibit A: Claims to be Adjusted# 2 Exhibit B: Wrong Debtor Claims to be Adjusted# 3 Exhibit C: Duplicate Claims# 4 Exhibit D: Anticipatory Claims# 5 Exhibit E: No Liability Claims# 6 Exhibit F: Amended and Replaced Claims# 7 Exhibit G: Unliquidated Claims# 8 Exhibit H: Assumed Contract Claims# 9 Exhibit I: Proposed Order)
169	4872	Affidavit of Craig Chancellor in Support of Debtors' Sixteenth Omnibus Objection to Proofs of Claim (Claims to be Adjusted, Wrong Debtor Claims to be Adjusted, Duplicative Claims, Anticipatory Claims, No Liability Claims, Amended/Replaced Claims, Unliquidated Claims and Assumed Contract Claims) (related document(s)4871) filed by Edward Sassower on behalf of Calpine Corporation.
170	4880	Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
171	5009	Transcript Of Hearing Held On June 13, 2007, Re: Kirkland And Ellis LLP's Notice Of Amended Agenda Of Matters Scheduled For Hearing (related document(s)4907).
172	5015	Debtors' Chapter 11 Plan of Reorganization.
173	5016	Disclosure Statement relating to Debtors' Chapter 11 Plan of Reorganization.
174	5017	Debtors' Motion for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code Authorizing the Debtors to (A) Enter Into Commitment Papers; (B) Pay Certain Fees and Expenses Relating Thereto; and (C) Enter Into an Amendment to the DIP Facility (related document(s)3972) filed by Edward Sassower on behalf of Calpine

		Corporation. with hearing to be held on 7/11/2007 at 10:00 AM at Courtroom 623 (BRL) Responses due by 7/6/2007, (Attachments: # 1 Exhibit A: Proposed Order# 2 Exhibit B: Affidavit of Samuel M. Greene# 3 Exhibit C: Commitment Letter)
175	5018	Supplement to Debtors' Joint Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code (related document(s) 5015, 5016) filed by Edward Sassower on behalf of Calpine Corporation. (Attachments: # 1 Exhibit 1: Solicitation Procedures# 2 Exhibit 2: Retained Causes of Action# 3 Exhibit 3: List of Entities Excepted from Certain POR Provisions# 4 Exhibit 4: Contingent and Unliquidated Claims# 5 Exhibit 5: Assumed Executory Contracts and Unexpired Leases# 6 Exhibit 6: Rejected Executory Contracts and Unexpired Leases# 7 Exhibit 7: Rejected Indemnification Obligations for Former Employees# 8 Exhibit 8: Repudiated FERC Jurisdictional Contracts# 9 Exhibit 9: Conditionally Assumed Executory Contracts and Unexpired Leases# 10 Exhibit 10: Guarantees Subject to Reinstatement# 11 Exhibit 11: Liquidation Analysis# 12 Exhibit 12: Projections# 13 Exhibit 13: Management Equity Incentive Plan# 14 Exhibit 14: Director Equity Incentive Plan# 15 Exhibit 15: Amended and Restated Bylaws# 16 Exhibit 16: Restated Certificate of Incorporation# 17 Exhibit 17: Entities to be Merged or Eliminated)
176	5132	Limited Response of US Bank National Association, as Indenture Trustee for the Calpine Corporation 10 1/2 Senior Notes, to the Debtors' Motion For Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
177	5137	Objection of HSBC Bank USA, N.A., as Indenture Trustee to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
178	5138	Statement of Reservation of Rights with Respect to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value.
179	5147	Transcript of Hearing Held on 6/26/07 Re: Hearing.
180	5154	Limited Objection of The Bank of New York, in its Capacity as Administrative Agent, to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
181	5156	Ex Parte Motion of Wilmington Trust Company, as Indenture Trustee, and Unofficial Committee of Second Lien Debtholders to File under Seal Portions of Joint Objection of Wilmington Trust Company and Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.

182	5158	Order Signed on 7/2/2007 Granting Ex Parte Motion of Wilmington Trust Company, as Indenture Trustee, and Unofficial Committee of Second Lien Debtholders to File Under Seal Portions of Joint Objection of Wilmington Trust Company and Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
183	5159	Joint Objection of Wilmington Trust Company, as Indenture Trustee, and the Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
184	5161	Affidavit of William H. Hardie in Support of Joint Objection of Wilmington Trust Company, as Indenture Trustee, and the Unofficial Committee of Second Lien Debtholders to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
185	5162	Debtors' Motion for Entry of an Order (A) Approving the Adequacy of the Debtors' Disclosure Statement; (B) Approving Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Proposed Plan of Reorganization; (C) Approving the Form of Various Ballots and Notices in Connection Therewith; and (D) Scheduling Certain Dates with Respect Thereto filed by Edward Sassower on behalf of Calpine Corporation. with hearing to be held on 8/8/2007 at 10:00 AM at Courtroom 623 (BRL) Responses due by 7/30/2007, (Attachments: # 1 Exhibit 1# 2 Exhibit 2# 3 Exhibit 3# 4 Exhibit 4# 5 Exhibit 5# 6 Exhibit 6# 7 Exhibit 7)
186	5166	Response of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. to the Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
187	5177	First Amended Exhibit 5 (Assumed Executory Contracts and Unexpired Leases) with respect to Supplement to Debtors' Joint Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code (related document(s)5018) filed by Edward Sassower on behalf of Calpine Corporation.
188	5206	Debtors' Limited Objection to Convertible Noteholder Claims Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.
189	5222	Debtors' Consolidated Reply to Objections to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
190	5224	Response of the Official Committee of Equity Security Holders in Support of the Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
191	5227	Omnibus Reply of the Official Committee of Unsecured Creditors of

		Calpine Corporation, et al. to Objections to the Debtors' Motion for Entry of an Order Allowing Limited Objections to Claims and Determining Value of Claims.
192	5228	Notice of Agenda of Matters Scheduled for Hearing on July 11, 2007.
193	5232	Supplemental Affidavit of Bruce Kaufman in Support of the Objection of HSBC Bank USA, N.A., as Indenture Trustee, to the Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
194	5233	Surreply of Wilmington Trust Company, as Indenture Trustee, and the Unofficial Committee of Second Lien Debtholders to Debtors' Consolidated Reply to Objections to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims.
195	5239	Notice of Amended Agenda of Matters Scheduled for Hearing on July 11, 2007.
196	5240	Stipulation Regarding Certain Calculations Under the Indentures and Related Documents to the Unsecured Debt.
197	5243	Order signed on 7/11/2007 Authorizing the Debtors to (A) Enter Into Commitment Papers; (B) Pay Certain Fees and Expenses Relating Thereto; and (C) Enter Into an Amendment to the DIP Facility (Related Doc # 5017).
198	5256	Order Signed on 7/11/2007 Granting Debtors' Sixteenth Omnibus Objection to Proofs of Claim (Claims to be Adjusted, Wrong Debtor Claims to be Adjusted, Duplicative Claims, Anticipatory Claims, No Liability Claims, Amended/Replaced Claims, Unliquidated Claims and Assumed Contract Claims)As Set Forth on Exhibits A, B, C, D, E,F ,G and H. (related document(s)4871).
199	5274	Notice of Adjournment of Hearing re: Docket No. 4880.
200	5380	Transcript Of Hearing Held On July 13, 2007, Re: Notice Of Amended Agenda Of Matters Scheduled For Hearing (related document(s)5239) filed by Veritext, LLC.
201	5344	Debtors' Motion for Authorization to Enter Into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)4880) filed by Edward Sassower on behalf of Calpine Corporation. with hearing to be held on 8/8/2007 at 10:00 AM at Courtroom 623 (BRL) Responses due by 7/30/2007, (Attachments: # 1 Exhibit A: Proposed Order# 2 Exhibit B: Stipulation).

202	5427	Response of Certain Holders of the 6% Contingent Convertible Notes Due 2014 to Debtors' Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.
203	5428	Response Of Certain Holders of the 7.75% Contingent Convertible Notes Due 2015 to the Debtors' Limited Objection to Convertible Noteholder Claims.
204	5429	Response to Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404 and 6280, and Joinder to Response of the Ad Hoc Committee of Holders of the 7.75% Contingent Convertible Notes Due 2015 to the Debtors' Limited Objection to Convertible Noteholder Claims by Manufacturers & Traders Trust Company.
205	5431	Statement of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. In Support of the Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 (related document(s) 5206) filed by Michael Scott Stamer on behalf of Official Committee Of Unsecured Creditors.
206	5470	Status Report on Debtors' Third, Ninth, Tenth, Eleventh, Twelfth, Thirteenth, Fourteenth, Fifteenth, Sixteenth and Seventeenth Omnibus Objections to Claims filed by Edward Sassower on behalf of Calpine Corporation.
207	5488	Order, signed 8/1/2007, First Supplemental Order Granting Debtors' Sixteenth Omnibus Objection to Proofs of Claim (Claims to be Adjusted, Wrong Debtor Claims to be Adjusted, Duplicative Claims, Anticipatory Claims, No Liability Claims, Amended/Replaced Claims, Unliquidated Claims and Assumed Contract Claims) as Set Forth Herein (related document(s) 4056). (Gist, Marion) Please be advised that this entry has been modified to attach Exhibit A. Modified on 8/3/2007.
208	5490	Notice of Adjournment of Hearing with respect to Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims re: Docket No. 4880.
209	5495	Official Transcript of May 30, 2007 Hearing
210	5505	Objection of the Official Committee of Equity Security Holders to the Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s) 5344, 5503) filed by Gary Kaplan on behalf of Official Committee of Equity Security Holders of Calpine Corporation, et al.. with hearing to be held on 8/8/2007 at 10:00 AM at Courtroom 623 (BRL).

211	5509	Limited Objection and Reservation of Rights of Certain Holders of the 7.75% Convertible Notes Due 2015 to Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)5344) filed by Kristopher M. Hansen on behalf of Banc of America Securities, LLC, Brencourt Credit Opportunities Master, Ltd., Brencourt Multi-Strategy Enhanced Dedicated Fund, LP, Dillon Read Financial Products Trading Ltd., Dillon Read U.S. Finance L.P., Linden Capital L.P., Ore Hill Hub Fund, Ltd.
212	5510	Limited Objection and Reservation of Rights with Respect to Debtors Motion for Authorization to Enter Into Stipulation with Second Lien Committee and Wilmington Trust Company as Indenture Trustee (related document(s)5344) filed by Ian S. Fredericks on behalf of Manufacturers & Traders Trust Company.
213	5512	Limited Objection And Reservation Of Rights Of 6% Convertible Noteholders With Respect To Debtors' Motion For Authorization To Enter Into Stipulation With Second Lien Committee And Wilmington Trust Company, As Indenture Trustee (related document(s)5344) filed by Dennis F. Dunne on behalf of Aristeia Capital, L.L.C., Aurelius Capital Management, L.P., Drawbridge Special Opportunities Advisors LLC, Ore Hill Hub Fund Ltd., Nisswa Master Fund Ltd., Pines Edge Value Investors Ltd., Pines Edge Value Investors L.P., Silver Sands Fund LLC, Stark Master Fund Ltd. and 3V Capital Management, LLC.
214	5514	Objection and Reservation of Rights with Respect to Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)5344) filed by Jennifer Anne Christian on behalf of HSBC Bank USA, N.A., as Indenture Trustee. with hearing to be held on 8/8/2007 at 10:00 AM at Courtroom 623 (BRL).
215	5537	Debtors' Reply to Objection of the Official Committee of Equity Security Holders to Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)5344, 5505) filed by Edward Sassower on behalf of Calpine Corporation. (Attachments: # 1 Exhibit A: Amended Stipulation# 2 Exhibit B: Blackline of Amended Stipulation# 3 Exhibit C: Proposed Order).
216	5538	Omnibus Reply of the Official Committee of Unsecured Creditors of Calpine Corporation, et al. to the Responses to the Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.

217	5540	Debtors' Omnibus Reply in Support of Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 (related document(s)5206) filed by Edward Sassower on behalf of Calpine Corporation.
218	5541	Response of the Official Committee of Equity Security Holders in Support of the Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.
219	5542	Joint Response of Wilmington Trust Company, as Indenture Trustee, and the Unofficial Committee of Second Lien Debtholders to Objection of the Official Committee of Equity Security Holders to Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)5344, 5505) filed by Alan W. Kornberg on behalf of Unofficial Committee of Second Lien Debtholders of Calpine Corporation.
220	5449	HSBC Bank USA, N.A.'s (1) Response To Limited Objection To Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300, and (2) Joinder to Response Of the 6% Convertible Noteholders to the Debtors' Limited Objection.
221	5542	Joint Response of Wilmington Trust Company, as Indenture Trustee, and the Unofficial Committee of Second Lien Debtholders to Objection of the Official Committee of Equity Security Holders to Debtors' Motion for Authorization to Enter into Stipulation with Second Lien Committee and Wilmington Trust Company, as Indenture Trustee (related document(s)5344, 5505) filed by Alan W. Kornberg on behalf of Unofficial Committee of Second Lien Debtholders of Calpine Corporation.
222	5559	Notice of Filing of Amended Proposed Order Pursuant to 11 U.S.C. Sec. 105(a) and Bankruptcy Rule 9019 Approving Amended Stipulation By and Among the Debtors and Debtors in Possession, the Unofficial Committee of Second Lien Debtholders and Wilmington Trust, as Indenture Trustee for the Second Lien Fixed Rate Notes (related document(s)5344) filed by Edward Sassower on behalf of Calpine Corporation. (Attachments: # 1 Exhibit A: Amended Stipulation# 2 Exhibit B: Blackline of Amended Proposed Order# 3 Exhibit C: Blackline of Amended Stipulation).
223	5567	Order signed on 8/8/2007 Approving Amended Stipulation by and Among The Debtors and Debtors in Possession, The Unofficial Committee of Second Lien Debtholders and Wilmington Trust, as Indenture Trustee for The Second Lien Fixed Rate Notes.
224	5590	Transcript of Hearing Held on 8/1/07 Re: Kirkland and Ellis LLP's Notice of Second Amended Agenda of Matters Scheduled for Hearing.
225	5595	Order signed on 8/10/2007 Granting Debtors' Limited Objection to

		Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300. (Related Doc # 5206)
226	5599	Official Transcript of the August 8, 2007 hearing held before the Bankruptcy Court regarding Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300.
227	5614	6% Convertible Noteholders' Notice of Appeal.
228	5616	7.75% Convertible Noteholders' Notice of Appeal.
229	5637	HSBC Bank USA, N.A.'s Notice of Appeal.
230	5643	Manufacturers & Traders Trust Company's Notice of Appeal.
231	N/A (Attached)	Letter dated August 10, 2007 from Edward O. Sassower of Kirkland & Ellis LLP to Honorable Burton R. Lifland, United States Bankruptcy Court Judge.
232	N/A (Attached)	Letter dated August 10, 2007 from Matthew S. Barr of Milbank Tweed Hadley & McCloy LLP and Kristopher M. Hansen of Stroock & Stroock & Lavan LLP to Honorable Burton R. Lifland, United States Bankruptcy Court Judge.
233	N/A (Attached)	Proof of Claim No. 2404 filed by Wilmington Trust Company as Indenture Trustee

Dated: August 20, 2007

Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR LLP

/s/ Ian S. Fredericks

Ian S. Fredericks (IF-3355)
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19801
Telephone: 302.571.6600
Facsimile: 302.571.1253

Attorneys for Manufactures & Traders Trust Company
as Successor Indenture Trustee for the 7.75% Contingent
Convertible Notes Due 2015 issued by Calpine Corporation